

E-File: May 26, 2009

James I. Stang, Esq. (CA Bar No. 94435)
Shirley S. Cho, Esq. (CA Bar No. 192616)
Werner Disse, Esq. (CA Bar No. 143458)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Blvd., 11th Floor
Los Angeles, California 90067-4100
Telephone: 310/277-6910
Facsimile: 310/201-0760
Email: jstang@pszjlaw.com
scho@pszjlaw.com
wdisse@pszjlaw.com

Zachariah Larson, Esq. (NV Bar No. 7787)
LARSON & STEPHENS
810 S. Casino Center Blvd., Ste. 104
Las Vegas, NV 89101
Telephone: 702/382.1170
Facsimile: 702/382.1169
Email: zlarson@lslawnv.com

[Proposed] Attorneys for Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
"Rhodes Homes, et al.,¹
Debtors.

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

Affects:



All Debtors



Affects the following Debtor(s)

NOTICE OF ENTRY OF ORDER

TO: ALL INTERESTED PARTIES:

YOU ARE HEREBY NOTICED that an **ORDER APPROVING THE EMPLOYMENT OF LARSON & STEPHENS, LLC AS ATTORNEY'S FOR DEBTOR** was entered on May 21, 2009. A copy of the Order is attached hereto.

DATED this 26th day of May, 2009.

LARSON & STEPHENS

/s/ Zachariah Larson, Esq.

Zachariah Larson, Bar No. 7787

Kyle O. Stephens, Bar No. 7928

810 S. Casino Center Blvd., Suite 104

Las Vegas, NV 89101

Attorneys for Debtor

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169



Entered on Docket
May 26, 2009

Hon. Linda B. Riegler
United States Bankruptcy Judge

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Blvd., 11th Floor
Los Angeles, California 90067-4100
Telephone: 310/277-6910
Facsimile: 310/201-0760
Email: jstang@pszjlaw.com
scho@pszjlaw.com
wdisse@pszjlaw.com

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Zachariah Larson, Esq. (NV Bar No. 7787)
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THE RHODES COMPANIES, LLC, aka
"Rhodes Homes, et al.,¹

Chapter 11

Debtors.

Affects:

☒ All Debtors

☐ Affects the following Debtor(s)

Hearing Date:

Hearing Time:

Courtroom 1

**ORDER APPROVING THE EMPLOYMENT OF LARSON & STEPHENS, LLC AS
ATTORNEY'S FOR DEBTOR**

Upon the Application (the "Application")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") seeking authorization to employ Larson & Stephens ("L&S" or the "Firm") as counsel for the Debtors [Docket Number 40]; and upon (i) the *Declaration of Zachariah Larson, Esq. in Support of Debtor's Application for Order Approving the Employment of Larson & Stephens, LLC as Attorneys for Debtor* [Docket Number 41] (the "Larson Declaration"), which were submitted concurrently with the Application; the Court having considered *The Acting United States Trustee's Omnibus Response to the Debtors' and Debtors In Possessions' Applications to Employ Pachulski Stang Ziehl & Jones LLP as General Bankruptcy Counsel and Larson & Stephens, LLC as Attorneys to Debtors* [Docket Number 120]; the Court finding that : (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and reference from the District Court pursuant to 28 U.S.C. § 157; (b) notice of the Application and Larson Declaration that Larson & Stephens represents or holds no interest adverse to the Debtors or the Debtors' estates with respect to the matters upon which it is to be engaged, and is disinterested as that term is defined under section 101(14) of the Bankruptcy Code; that Court having determined that the legal and factual bases set forth in the Application and the Larson Declaration establish just cause for the relief granted herein, and it appearing that

LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

² Capitalized terms, unless otherwise defined herein, shall have the meanings ascribed to them in the application.

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

1 the employment of Larson & Stephens is necessary and in the best interests of the Debtors'
2 estates, their creditors and other parties in interest; it is hereby

3 ORDERED THAT:

4 1. The Application shall be, and hereby is GRANTED.

5 2. Pursuant to section 327(a) of the Bankruptcy Code, the Debtors are authorized to
6 employ and retain the Firm as general bankruptcy counsel at the expense of the Chapter 11
7 estates, effective *nunc pro tunc* to the Petition Date, on the terms set forth in the Application and
8 the Retention Agreement.

9 3. The Firm shall be compensated for such services, and be reimbursed for any
10 related expenses pursuant to the Retention Agreement, and shall file applications and be
11 compensated in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy
12 Rules, the Local Rules, and such other procedures as may be fixed by order of this Court.

13 4. If a conflict should arise due to the Firm's joint representation of the Debtors, the
14 Firm shall file a supplemental declaration of disinterestedness and the Debtors shall seek to
15 retain special counsel to the extent necessary to address the dispute that gave rise to the conflict.
16 This order is entered without prejudice to the rights of the Acting United States Trustee to take
17 appropriate action pursuant to controlling provisions of the Bankruptcy Code in the event that an
18 actual conflict of interest develops or is discovered, including without limitation the right to seek
19 disqualification of the Firm and disgorgement of fees received by the Firm.

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28 5. This Court shall retain jurisdiction to hear and determine all matters arising from

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1 or related to the implementation of this Order.

2 PREPARED AND SUBMITTED:

3 DATED this 19th day of May, 2009.

4 LARSON & STEPHENS, LLC

5
6 By: /s/ Zachariah Larson, Esq.

Zachariah Larson, Esq.

7 810 S. Casino Center Blvd., Suite 104

8 Las Vegas, Nevada 89101

Proposed Attorneys for Debtor

9 APPROVED

10 DATED this 19th day of May, 2009.

11 OFFICE OF THE U.S. TRUSTEE

12
13 By Edward M. McDonald

Edward McDonald

14 300 Las Vegas Blvd. So., Ste. 4300

15 Las Vegas, Nevada 89101

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169